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SEC FILE NO. 8-66930

MAR 0 2 2009

ANNUAL AUDITED REPORT FORM X-17A-5 PART III

Washington, DC 105

#### **FACING PAGE**

Information required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

| REPORT FOR THE PERIOD BEGINNING_      | 01/01/08<br>mm/dd/yy                    | _ AND ENDING_                           | 12/31/08<br>mm/dd/yy | 411-71-1-1 |
|---------------------------------------|---|---|----------------------|------------|
| A. REGI                               | ISTRANT ID                              | ENTIFICATIO                             | N                    |            |
| NAME OF BROKER-DEALER:                |   | ·                                       |                      |            |
| COLUMBIA WEST CAPITAL, LLC            |   |   | OFFICIAL US          | E ONLY     |
|                                       |   |   | FIRM II              | ). NO      |
| ADDRESS OF PRINCIPAL PLACE OF BUS     | SINESS (Do no                           | t use P.O. Box No)                      |                      |            |
| 14646 N. KIERLAND BLVD., SUIT         |   |   |                      |            |
|                                       | (No and Street)                         |   |                      |            |
| SCOTTSDALE                            | ARIZONA                                 | 85254                                   |                      |            |
| (City)                                | State)                                  | (Zip Code                               | .)                   |            |
| NAME AND TELEPHONE NUMBER OF PL       | ERSON TO CC                             | NTACT IN REGA                           | ARD TO THIS I        | REPORT     |
| KALEY PARKINSON                       |   | (480)                                   | 664-3949             |            |
| (Area Code – Telephone No.)           |   |   |                      |            |
|                                       |   | DENTIFICATION                           |                      |            |
| INDEPENDENT PUBLIC ACCOUNTANT         | whose option is                         | contained in this R                     | leport*              |            |
| Ernst Wintter & Associates, Certified |   |   |                      |            |
| (Name – if indiv                      | vidual, state last, fir                 | st, middle name)                        |                      |            |
| 675 Ygnacio Valley Road, Suite B-2    | 13, Walnı                               | ıt Creek,                               | California           | 94596      |
| (Address)                             | (City)                                  | *************************************** | (Sate)               | (Zip Code) |
| CHECK ONE:                            |   |   |                      |            |
| (X) Certified Public Accountant       |   |   |                      |            |
| ( ) Public Accountant                 | • | <b>21</b> .                             |                      |            |
| ( ) Accountant nor resident in Unite  | ed State or any                         | of its possession.                      |                      |            |
| FOR C                                 | OFFICIAL USE                            | ONLY                                    |                      |            |
|                                       |   |   |                      |            |
|                                       |   |   |                      |            |

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<sup>\*</sup>Claims for exemption from the requirement that the annual report be covered by the option of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See section 240.17a-5(e)(2).

#### **OATH OR AFFIRMATION**

I, KALEY PARKINSON, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of COLUMBIA WEST CAPITAL, LLC, as of DECEMBER 31, 2008, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

| NO   | NE                                  |
|--|-------------------------------------|
| OFFICIAL SEAL PATRICIA ATTRIDGE NOTARY PUBLIC - State of Arizona MARICOPA COUNTY My Comm. Expires March 28, 2012 | Signature  Managing Director  Title |

Patricia attridge.

Notary Public

This report\*\* contains (check all applicable boxes):

Facing page.

(a)

(X)

(X)

(o)

(X) (b) Statement of Financial Condition. (X) Statement of Income (Loss). (c) (X) Statement of Cash Flows. (d) (X) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietor's (e) ( )Statement of Changes in Liabilities Subordinated to Claims of Creditors. (f) (X) Computation of Net Capital. (g) Computation for Determination of Reserve Requirements Pursuant to Rule (X) (h) 15c3-3. (X) (i) Information Relating to the Possession or control Requirements Under Rule 15c3-3. (X) A Reconciliation, including appropriate explanation, of the Computation of Net (j) Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirement Under Exhibit A of Rule 15c3-3. A Reconciliation between the audited and unaudited Statements of Financial (k) Condition with respect to methods of consolidation. (1) An Oath or Affirmation. (m) A copy of the SIPC Supplemental Report. A report describing any material inadequacies found to exist or found to have (n)

Independent Auditor's Report on Internal Accounting Control.

existed since the date of the previous audit.

<sup>\*\*</sup>For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

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675 Ygnacio Valley Road, Suite B-213 Walnut Creek, California 94596 (925) 933-2626 Fax (925) 944-6333

#### **Independent Auditor's Report**

Members Columbia West Capital, LLC Scottsdale, Arizona

We have audited the accompanying statement of financial condition of Columbia West Capital, LLC (the Company) as of December 31, 2008, and the related statements of income, changes in members' equity, and cash flows for the year then ended that you are filing pursuant to rule 17a-5 under the Securities Exchange Act of 1934. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Columbia West Capital, LLC at December 31, 2008, and the results of their operations and their cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The information contained in Schedules I & II is presented for purposes of additional analysis and is not a required part of the basic financial statements, but is supplementary information required by rule 17a-5 of the Securities Exchange Act of 1934. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

ANTH

\_\_\_ + Associate

February 25, 2009

#### **Statement of Financial Condition**

# **December 31, 2008**

#### Assets

| Cash and cash equivalents Accounts receivable Prepaid expenses and deposits Furniture and equipment, net of \$12,315 accumulated depreciation | \$<br>40,809<br>775,786<br>15,977<br>4,920   |
|---|--|
| Total assets  | \$<br>837,492                                |
| Liabilities and Members' Equity   |  |
| Accounts payable Commissions payable Due to members Total liabilties  | \$<br>4,503<br>111,242<br>246,516<br>362,261 |
| Members' equity   | <br>475,231                                  |
| Total liabilities and members' equity   | \$<br>837,492                                |

#### **Statement of Income**

## For the Year Ended December 31, 2008

| Revenues:                     |              |
|-------------------------------|--------------|
| Commissions and advisory fees | \$ 1,987,767 |
| Interest income               | 2,801        |
| Total revenue                 | 1,990,568    |
| Expenses:                     |              |
| Compensation                  | 1,092,643    |
| Commissions                   | 393,832      |
| Legal and professional fees   | 30,190       |
| Rent                          | 29,661       |
| Depreciation                  | 3,900        |
| Other operating expenses      | 69,508       |
| Total expenses                | 1,619,734    |
| Net income                    | \$ 370,834   |

# **Statement of Changes in Members' Equity**

# For the Year Ended December 31, 2008

| Members' Equity at December 31, 2007 | \$<br>94,397  |
|--------------------------------------|---------------|
| Capital contribution of new member   | 10,000        |
| Net income                           | <br>370,834   |
| Members' Equity at December 31, 2008 | \$<br>475,231 |

#### **Statement of Cash Flows**

## For the Year Ended December 31, 2008

| CASH FLOWS FROM OPERATING ACTIVITIES                 |                |
|--|----------------|
| Net income   | \$ 370,834     |
| Adjustments to reconcile net income to net           | •              |
| cash provided (used) by operating activities:        |                |
| Depreciation   | 3,900          |
| (Increase) decrease in:                              |                |
| Accounts receivable                                  | (710,839)      |
| Prepaid expenses and deposits                        | (9,163)        |
| Increase (decrease) in:                              |                |
| Accounts payable                                     | (2,963)        |
| Commissions payable                                  | 111,242        |
| Due to members                                       | <u>244,412</u> |
| Net cash provided (used) by operating activities     | 7,423          |
| CASH FLOWS FROM FINANCING ACTIVITIES                 |                |
| Capital contribution of new member                   | 10,000         |
| Net increase (decrease) in cash and cash equivalents | 17,423         |
| Cash and cash equivalents, beginning of year         | 23,386         |
| Cash and cash equivalents, end of year               | \$ 40,809      |
|  |                |

#### **Notes to the Financial Statements**

#### **December 31, 2008**

#### (1) <u>Organization</u>

Columbia West Capital, LLC (the Company) was formed as a Delaware limited liability company on January 1, 2005 and operates out of Scottsdale, Arizona. The Company is registered with the Securities and Exchange Commission as a securities broker dealer. The Company provides mergers and acquisition and private placement investment banking and related advisory services.

#### (2) Summary of Significant Accounting Policies

#### **Investment Banking Fees**

Investment banking revenues are earned from providing merger and acquisition and private placement advisory services. Revenue is recognized when earned either by fee contract or the success of a predetermined specified event and the income is reasonably determinable. The Company may receive securities as part of its investment banking fee income. The amount of revenue recognized is determined based on management's estimate of the fair market value of the securities earned.

#### Cash and Cash Equivalents

The Company considers all demand deposits held in banks and certain highly liquid investments with maturities of 90 days or less, other than those held for sale in the ordinary course of business, to be cash equivalents.

#### Accounts Receivable

Accounts receivable represent amounts earned per agreement that have not yet been collected. Management reviews accounts receivable and sets up an allowance for doubtful accounts when collection of the receivable becomes unlikely.

#### Property and Equipment

Property and equipment are valued at cost. Depreciation is being provided by the use of accelerated and straight-line methods over the estimated useful lives of the assets.

#### Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

#### **Notes to the Financial Statements**

#### **December 31, 2008**

#### (3) <u>Summary of Significant Accounting Policies</u> (continued)

#### Fair Value of Financial Instruments

Unless otherwise indicated, the fair values of all reported assets and liabilities that represent financial instruments (none of which are held for trading purposes) approximate the carrying values of such amounts.

#### **Income Taxes**

The Company, a limited liability company, is taxed as a partnership under the Internal Revenue Code and a similar state statute. In lieu of income taxes, the members are taxed on their proportionate share of the Company's taxable income. Therefore, no provision or liability for federal or state income taxes is included in these financial statements.

The Company has elected to defer the provisions of FIN 48, Accounting for Uncertainty in Income Taxes, under the provisions of FSP FIN 48-3. The Company uses a FAS 5, Loss Contingencies, approach for evaluating uncertain tax positions. They continually evaluate expiring statutes of limitations, audits, proposed settlements, changes in tax law and new authoritative rulings.

#### (3) <u>Net Capital Requirements</u>

The Company is subject to the Securities and Exchange Commission's uniform net capital rule (Rule 15c3-1) which requires the Company to maintain a minimum net capital equal to or greater than \$5,000 and a ratio of aggregate indebtedness to net capital not exceeding 15 to 1, both as defined. At December 31, 2008, the Company's net capital was \$30,532, which exceeded the requirement by \$6,382.

#### (4) Risk Concentrations

Due to the nature of the merger and acquisition business, the Company's revenue during the period was primarily the result of a few transactions. Approximately 87% of revenue was generated from three customers.

#### **Notes to the Financial Statements**

#### **December 31, 2008**

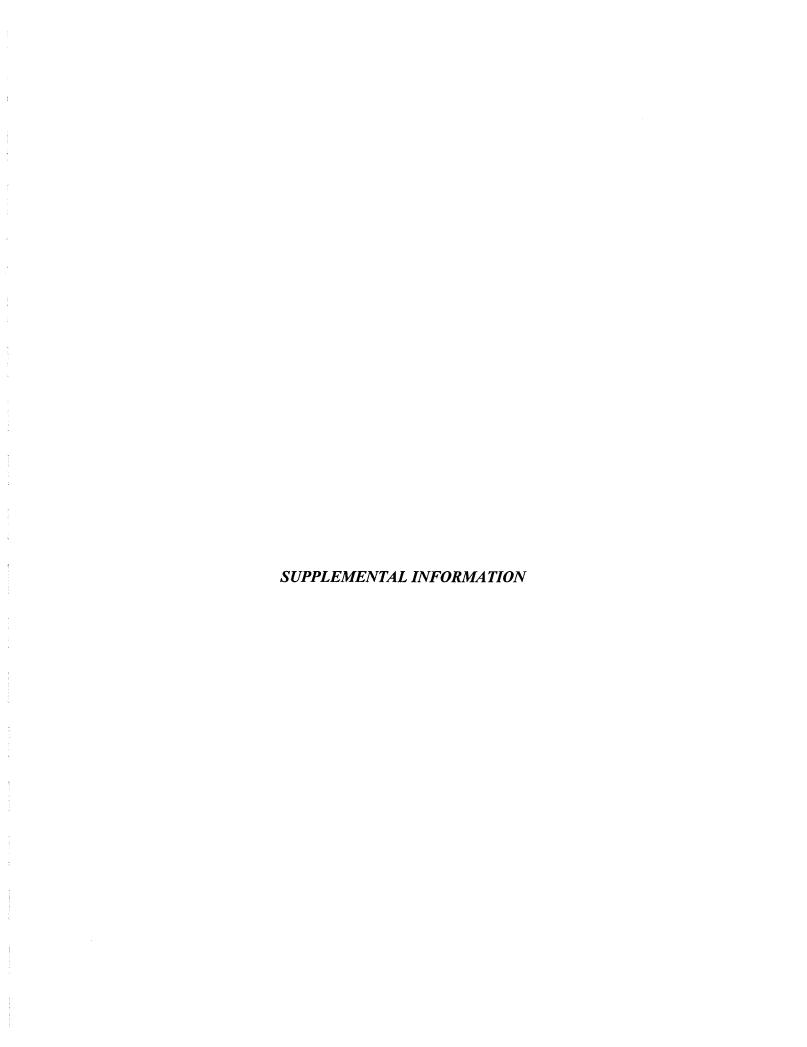
#### (5) <u>Lease Obligations</u>

The Company leases office space in Scottsdale, Arizona. The lease began on August 1, 2006 and expires on August 31, 2010. The future annual minimum lease payments are as follows:

| <u>Year</u> | <u>Amount</u>    |
|-------------|------------------|
| 2009        | 49,348           |
| 2010        | 33,359           |
|             | <u>\$ 82,707</u> |

#### (6) Admission of a New Member

Effective August 1, 2008, a new member acquired a one-fifth interest in the Company for \$122,000 consisting of cash of \$10,000 and a promissory note of \$112,000. The cash was contributed directly to the Company while the promissory note was issued directly to the pre-existing members for their interests.



#### **Schedule I**

# Computation of Net Capital under Rule 15c3-1 of the Securities and Exchange Commission

#### As of December 31, 2008

| Net Capital  Total members' equity qualified for net capital | \$        | 475,231 |
|--|-----------|---------|
| Total memoers equity quantied for het capital                | Φ         | 473,231 |
| Less: Non-allowable assets                                   |           |         |
| Accounts receivable (net of related commissions              |           |         |
| payable and \$241,558 included in due to members) \$ 422,986 |           |         |
| Prepaid expenses and deposits 15,977                         |           |         |
| Furniture and equipment (net) 4,920                          |           |         |
| Total non-allowable assets                                   |           | 443,883 |
| Net capital before haircuts                                  |           | 31,348  |
| Less: Haircuts on securities                                 |           | 816     |
| Net capital  |           | 30,532  |
| Net minimum capital requirement of 6.67% of aggregate        |           |         |
| indebtedness of \$362,261 or \$5,000, whichever is greater   |           | 24,150  |
| Excess net capital   | <u>\$</u> | 6,382   |

# Reconciliation with Company's Net Capital Computation (included in Part II of Form X-17A-5 as of December 31, 2008)

| Net Capital, as reported in Company's Part II of Form X-17A-5 |              |
|---|--------------|
| as of December 31, 2008                                       | \$<br>31,348 |
| Increase in members' equity                                   | 9,000        |
| Increase in non-allowable assets                              | (9,000)      |
| Increase in haircuts on securities                            | <br>(816)    |
| Net capital per above computation                             | \$<br>30,532 |

#### **Schedule II**

# Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3 of the Securities and Exchange Commission

For the Year Ended December 31, 2008

An exception from Rule 15c3-3 is claimed, based upon section (k)(2)(i). All customer transactions are processed in accordance with Rule 15c3-1(a)(2).

# **Information for Possession or Control Requirements Under Rule 15c3-3**

For the Year Ended December 31, 2008

An exception from Rule 15c3-3 is claimed, based upon section (k)(2)(i).

675 Ygnacio Valley Road, Suite B-213 Walnut Creek, California 94596 (925) 933-2626 Fax (925) 944-6333

# Independent Auditor's Report on Internal Accounting Control Required by SEC Rule 17a-5

Members Columbia West Capital, LLC Scottsdale, Arizona

In planning and performing our audit of the financial statements and supplemental schedules of Columbia West Capital, LLC (the Company) for the year ended December 31, 2008, we considered its internal control including control activities for safeguarding securities, in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on internal control.

Also, as required by rule 17a-5(g)(1) of the Securities and Exchange Commission (SEC), we have made a study of the practices and procedures followed by the Company including tests of compliance with such practices and procedures that we considered relevant to the objective stated in rule 17a-5(g) in making the periodic computations of aggregate indebtedness (or aggregate debits) and net capital under rule 17a-3(a)(11) and for determining compliance with the exemptive provisions of rule 15c3-3. Because the Company does not carry securities accounts for customers or perform custodial functions relating to customer securities, we did not review the practices and procedures followed by the Company in any of the following:

- 1. Making quarterly securities examinations, counts, verifications, and comparisons
- 2. Recordation of differences required by rule 17a-13
- 3. Complying with the requirements for prompt payment for securities under Section 8 of Federal Reserve Regulation T of the Board of Governors of the Federal Reserve System

The management of the Company is responsible for establishing and maintaining internal control and the practices and procedures referred to in the preceding paragraph. In fulfilling this responsibility, estimates and judgements by management are required to assess the expected benefits and related costs of controls, and of the practices and procedures referred to in the preceding paragraph, and to assess whether those practices and procedures can be expected to achieve the SEC's above-mentioned objectives. Two of the objectives of internal control and the practices and procedures are to provide management with reasonable but not absolute assurance that assets for which the Company has responsibility are safeguarded against loss from unauthorized use or disposition, and that transactions are executed in accordance with management's authorization and recorded properly to permit the preparation of financial statements in accordance with generally accepted accounting principles. Rule 17a-5(g) lists additional objectives of the practices and procedures listed in the preceding paragraph.

Because of inherent limitations in internal control or the practices and procedures referred to above, errors or fraud may occur and not be detected. Also, projection of any evaluation of them to future periods is subject to the risk that they may become inadequate because of changes in conditions or that the effectiveness of their design and operation may deteriorate.

Our consideration of internal control would not necessarily disclose all matters in the internal control that might be material weaknesses under standards established by the American Institute of Certified Public Accountants. A material weakness is a condition in which the design or operation of the specific internal control components does not reduce to a relatively low level the risk that error or fraud in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. However, we noted the following matter involving the Company's internal control and its operation that we consider to be a material weakness as defined above. This condition was considered in determining the nature, timing, and extent of procedures to be performed in our audit of the financial statements of the Company for the year ended December 31, 2008, and this report does not affect our report thereon dated February 25, 2009.

The size of the business and the resultant limited number of employees imposes practical limitations on the effectiveness of those internal control policies and procedures that depend on the segregation of duties. Because this condition is inherent in the size of the Company, the specific weaknesses are not described herein and no corrective action has been taken or proposed by the Company.

We understand that practices and procedures that accomplish the objectives referred to in the second paragraph of this report are considered by the SEC to be adequate for its purposes in accordance with the Securities Exchange Act of 1934 and related regulations, and that practices and procedures that do not accomplish such objectives in all material respects indicate a material inadequacy for such purposes. Based on this understanding and on our study, we believe that the Company's practices and procedures were adequate at December 31, 2008, to meet the SEC's objectives.

This report is intended solely for the information and use of the Board of Directors, management, the SEC, the FINRA and other regulatory agencies which rely on Rule 17a-5(g) under the Securities Exchange Act of 1934 in their regulations of registered brokers and dealers, and is not intended to be and should not be used by anyone other than these specified parties.

flothe + Association

February 25, 2009

**Annual Audit Report** 

**December 31, 2008** 

